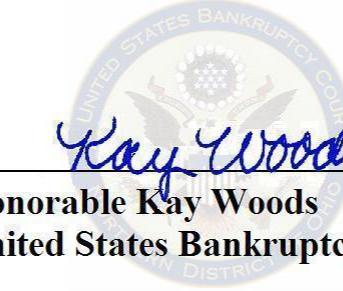


IT IS SO ORDERED.

**Dated: January 02, 2008
11:40:34 AM**


Kay Woods
**Honorable Kay Woods
United States Bankruptcy Judge**

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

IN RE:) **CHAPTER 11**
BLACKHAWK AUTOMOTIVE PLASTICS,)
INC., et. al.) **CASE NO. 07-42671 (JOINTLY**
) **ADMINISTERED)**
)
DEBTORS.)
)
) **HON. KAY WOODS**
)

**ORDER AUTHORIZING RETENTION OF O'KEEFE & ASSOCIATES
CONSULTING, LLC AS FINANCIAL ADVISOR FOR THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

THIS MATTER is before the Court on the application (the "Application") of the Official Committee of Unsecured Creditors (the "Committee") of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order authorizing and approving the retention and employment by the Committee of the O'Keefe & Associates Consulting, LLC ("OKA") as Financial Advisor as of November 8, 2007, with compensation and reimbursement of expenses to be paid as an administrative expense in such amounts as may be

allowed by this Court pursuant to sections 328(a), 327, 1103 and 330 of title 11 of the United States Code (“Bankruptcy Code”); and upon the affidavit of David Distel, Managing Director with the firm of OKA (the “Distel Affidavit”), wherein it appears that, except for as set forth in the Distel Affidavit, OKA does not hold or represent an interest adverse to the Committee and that, except as set forth in the Distel Affidavit, no member, associate or counsel of OKA has any connection with the Debtors, any of the Debtors’ subsidiaries or affiliates, any creditors of the Debtors, the Debtors’ estates, any United States Bankruptcy Judge for the Northern District of Ohio, the United States Trustee or any person employed in the office of the United States Trustee for Region 8, or any other party in interest in the Debtors’ chapter 11 cases and that OKA is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code; and this Court having determined that such retention is in the best interests of the Debtors’ creditors and the Committee; and notice of the Application having been given to all parties entitled to receive notice; and it appearing that no other or further notice of the Application need be given; and after due deliberation and sufficient cause appearing therefore;

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

- A. The Application is granted.
- B. The Committee is hereby authorized, pursuant to sections 328(a) and 1103 of the Bankruptcy Code, to retain as of November 8, 2007, upon the terms and for the purposes set forth in the Application, the firm of O’Keefe & Associates Consulting, LLC as financial advisor to the Committee in the above-captioned chapter 11 cases.
- C. Compensation of OKA for services rendered and reimbursement of expenses incurred in connection with these chapter 11 cases (i) shall be pursuant to applications to be submitted to and approved by this Court from time to time during the pendency of these chapter

11 cases and (ii) paid as an administrative expense in such amounts as may be allowed by this Court pursuant to sections 328(a), 327, 1103 and 330 of the Bankruptcy Code.

D. OKA may seek interim compensation and reimbursement of expenses in these cases in accordance with the procedures established in the Administrative Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [DE # 187] entered by this Court on November 26, 2007

E. The Committee is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.

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ORDER SUBMITTED BY

Ronald E. Gold, Esq. (#0061351)
Michael J. O'Grady, Esq. (#0065233)
FROST BROWN TODD LLC
2200 PNC Center
201 East Fifth Street
Cincinnati, Ohio 45202-4182
513-651-6800 Telephone
513-651-6981 Facsimile
rgold@fbtlaw.com E-Mail
mjogrady@fbtlaw.com E-Mail

Attorneys for the
Official Committee Of Unsecured Creditors

SERVICE LIST

VIA U.S. MAIL

Maria D. Giannirakis
Saul Eisen
Office of U.S. Trustee
201 Superior Ave., Suite 441
Cleveland, OH 44114-1340

J.I.T. Packaging
c/o Erin Hogan Jones
1550 Kingsview Drive
PO Box 358
Lebanon, OH 45036

AT&T Capital Services
c/o Lowenstein Sandler PC
Attn: Vincent A. D'Agostino, Esq.
65 Livingston Avenue
Roseland, New Jersey 07068

Dow Corning Corporation
c/o Cindy Ferrio CBF
P.O. Box 994
Midland, MI 48686-0994

Morris-Anderson & Associates, Ltd.
55 West Monroe Street
Suite 2500
Chicago, IL 60603

SABIC Innovative Plastics
c/o Valerie Venable
9930 Kinsey Avenue
Huntsville, NC 28078

CNI Enterprises, Inc.
c/o Jorge J. Morales
1451 E. Lincoln
Madison Heights, MI 48071

Lou M. Agosto
Moore & VanAllen
100 North Tryon Street Suite 4700
Charlotte, NC 28202-4003

Henkel Corporation
Attn: Scott M. Miller
32150 just Imagine Drive
Avon, OH 44011

Trumbull Industries, Inc.
400 Dietz Road
P.O. Box 30
Warren, OH 44482-0030

Kurz Transfer Products, LP
c/o David Seymour
3200 Woodpark Blvd.
Charlotte, NC 28206

Createc Corporation
c/o Elizabeth E. Dreyer
8888 Keystone Crossing
Suite 1600
Indianapolis, IN 46240

Tracey L. Porter
40950 Woodward Ave. #100
Bloomfield Hills, MI 48304

Benjamin Heywood
Lyden, Liebenthal & Chappell, Ltd.
5565 Airport Highway Suite 101
Toledo, OH 43615

W.Y. Campbell & Company
One Woodward Avenue
26th Floor
Detroit, MI 48226

VIA ECF

Brent E. Baker
Newman, Olson & Kerr
11 Federal Plaza Central Suite 1200
Youngstown, OH 44503-1516
bbaker@noklaw.com

Donald F Baty, Jr
Honigman Miller Schwartz and Cohn LLP
2290 First National Bldg.
660 Woodward Ave.
Detroit, MI 48226
dbaty@honigman.com

Lynn M Brimer
300 E. Long Lake Rd. #200
Bloomfield Hills, MI 48302
lbrimer@stroblpc.com,
sfraser@stroblpc.com

Leah M. Caplan
30100 Chagrin Blvd. #250
Cleveland, OH 44124
lmc@ml-legal.com

Richard J. Cromer
525 William Penn Place, 30th Floor
Pittsburgh, PA 15219
bankruptcy@leechtishman.com

Robert J Diehl, Jr
1901 St. Antoine St. 6th Floor
Detroit, MI 48226
rdiehl@bodmanllp.com

Michael M Eidelman
222 N. LaSalle St. #2600
Chicago, IL 60601
meidelman@vedderprice.com

Scott D. Fink
Weltman, Weinberg & Reis Co., L.P.A.
323 W. Lakeside Avenue Suite 200
Cleveland, OH 44113
ecfndoh@weltman.com

Scott J Freedman
Dilworth Paxson LLP
LibertyView-Suite 700
457 Haddonfield Road
Cherry Hill, NJ 08002
sfreedman@dilworthlaw.com

William Kohn
2300 BP America Tower
200 Public Square
Cleveland, OH 44114
wkohn@bfca.com

David S Lefere
Bolhouse Vander Hulst Risko & Baar PC
3996 Chicago Drive SW
Grandville, MI 49418
davidl@bolhousetlaw.com

Jeffrey M. Levinson
Margulies & Levinson LLP
3010 Chagrin Blvd Ste 250
Pepper Pike, OH 44124
jml@ml-legal.com

David M Neumann
2300 BP America Tower
200 Public Square
Cleveland, OH 44114
dneumann@bfca.com

Angela M. Paul
280 Plaza, Suite 1300
280 N. High St.
Columbus, OH 43215
paul@carpenterlipps.com,
lebeau@carpenterlipps.com

Carl D Rafoth
Friedman & Rummell Co., L.P.A.
100 East Federal Street, Suite 300
City Centre One Bldg.
Youngstown, OH 44503-1810
crafot@fandrlaw.com

Jean Robertson
Calfee, Halter & Griswold LLC
1400 McDonald Investment Center
800 Superior Avenue
Cleveland, OH 44114
jrobertson@calfee.com

William E Schonberg
200 Public Sq
BP America Bldg #2300
Cleveland, OH 44114-
2378wschonberg@bfca.com

Bruce R Schrader, II
Roetzel & Andress
222 S Main St Suite 400
Akron, OH 44308
bschrader@ralaw.com

Brendan G. Best
Dykema Gossett PLLC
39577 Woodward Ave #300
Bloomfield Hills, MI 48304
bbest@dykema.com

Dawn R Copley
Dickinson Wright PLLC
500 Woodward Ave #4000
Detroit, MI 48226
dcopley@dickinsonwright.com

Julie Douglas
5565 Airport Highway, Suite 101
Toledo, Oh 43615
jad@lydenlaw.com

Robert C Folland
Thompson Hine LLP
127 Public Sq
3900 Key Center
Cleveland, OH 44114-1216
rob.folland@thompsonhine.com

Stuart A. Laven
2300 BP Bldg.
200 Public Square
Cleveland,, OH 44114
slaven@bfca.com

Jeremy R. Mason
PO Box 498367
5181 Natorp Blvd Suite 202
Cincinnati, OH 45249
mssbkcy@fuse.net

James A Plemmons
500 Woodward Avenue Suite 4000
Detroit, MI 48226
jplemmons@dickinsonwright.com

Rodd A Sanders
1 Cascade Plaza #1500
Akron, OH 44308
rsanders@roderickclinton.com

Joel Everett Sechler
Carpenter & Lipps, LLP
280 North High Street
280 Plaza Suite 1300
Columbus, OH 43215
sechler@carpenterlipps.com

Tricia A Sherick
2290 1st Natl Bldg
660 Woodward
Detroit, MI 48226
tsherick@honigman.com

Robert T. Smith
1451 E. Lincoln
Madison Heights, MI 48071-4136
rsmith@cniinc.cc

Brian R. Trumbauer
1901 St. Antoine St. 6th Floor
Detroit, MI 48226
btrumbauer@bodmanllp.com

Michael R. Wernette
40950 Woodward Ave. #100
Bloomfield Hills, MI 48304
mwernette@schaferandweiner.com